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COMMONWEALTH OF VIRGINIA

STATE CORPORATION COMMISSION

AT RICHMOND, MARCH 18, 2002

COMMONWEALTH OF VIRGINIA
At the relation of the
STATE CORPORATION COMMISSION

CASE NO. INS020051

Ex Parte, In re: Approval of a
regulatory settlement agreement
by and between Life Insurance
Company of Georgia and Southland
Life Insurance Company, and the
Insurance Commissioner for the
State of Georgia, for and on
behalf of the State of Georgia
and the Virginia Bureau of
Insurance, among others

ORDER APPROVING SETTLEMENT AGREEMENT

ON A FORMER DAY came the Bureau of Insurance ("the
Bureau"), by counsel, and requested (i) Commission approval and
acceptance of a certain multi-state Regulatory Settlement
Agreement and Stipulation of Settlement dated February 28, 2002
("the Agreement"), a copy of which is attached hereto and made a
part hereof, by and between the Insurance Commissioner for the
State of Georgia, for and on behalf of the State of Georgia and
the Bureau, among others, and Life Insurance Company of Georgia,
a foreign insurer domiciled in the State of Georgia and licensed
by the Bureau to transact the business of insurance in the
Commonwealth of Virginia and Southland Life Insurance Company, a
foreign insurer domiciled in the State of Texas and licensed by

the Bureau to transact the business of insurance in the Commonwealth of Virginia, and (ii) authority to execute any documents attendant to the Agreement necessary to evidence the Commission's acceptance of the Agreement;

AND THE COMMISSION, having considered the terms of the Agreement together with the recommendation of the Bureau that the Commission approve and accept the Agreement, is of the opinion, finds, and ORDERS that (i) the Agreement be, and it is hereby, APPROVED AND ACCEPTED and (ii) the Commissioner of Insurance be, and he is hereby authorized to execute any attendant documents necessary to evidence the Commission's approval and acceptance of the Agreement.